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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION**

In Re Affymetrix
Derivative Litigation

Case No. C 06-5353 JW

This Document Relates To:
ALL ACTIONS

**STIPULATION AND [PROPOSED]
ORDER EXTENDING TIME FOR
RESPONDING TO COMPLAINT**

STIPULATION

Whereas, on October 24, 2008, this Court granted in part and denied in part Defendants' motion to dismiss the Verified Second Amended Consolidated Shareholder Derivative Complaint (the "Second Amended Complaint") with leave to amend;

Whereas, Plaintiffs have elected not to file an amended complaint as permitted by the Court in its October 24, 2008 Order, and have designated the Second Amended Complaint as the operative complaint to which Defendants must respond;

Whereas, the deadline to respond to the Second Amended Complaint was extended by stipulation and order to November 24, 2008;

Whereas, the parties are discussing settlement possibilities and the brief extension set forth below will enable the parties to determine whether such discussions would be productive to engage in at this time;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned, subject to approval of the Court, that Defendants shall have until December 3, 2008, to answer the Second Amended Complaint.

Dated: November 21, 2008

DAVIS POLK & WARDWELL

By: /s/ Arthur J. Burke

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Dated: November 21, 2008

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1 Dated: November 21, 2008

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11 Dated: November 21, 2008

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20 Dated: November 21, 2008

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ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Peter E. Root, attest that concurrence in the filing of this document has been obtained from the other signatories. I declare under penalty of perjury that the foregoing is true and correct. Executed on this 21st day of November, 2008, at East Palo Alto, California.

/s/ Peter E. Root
Peter E. Root

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED

DATED: November 24, 2008


JUDGE JAMES WARE